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UNITED STATES DISTRICT COURT
 FOR THE NORTHERN DISTRICT OF CALIFORNIA
 SAN FRANCISCO DIVISION

FEDERAL TRADE COMMISSION,

 Plaintiff,

 v.

 MICROSOFT CORPORATION and
 ACTIVISION BLIZZARD, INC.,

 Defendants.

Case No. 3:23-cv-02880-JSC

**DECLARATION OF ALYSHA BOHANON
 IN SUPPORT OF DEFENDANTS'
 ADMINISTRATIVE MOTION TO SEAL
 PORTIONS OF DECLARATION OF
 DENNIS W. CARLTON**

Dept.: Courtroom 8—19th Floor
 Judge: Honorable Jacqueline S. Corley

1 I, Alysha Bohanon, hereby declare under penalty of perjury that the following is true and correct:

2 1. I am an Associate at Wilkinson Stekloff LLP and am counsel for Defendant Microsoft
3 Corporation (“Microsoft”) in the above-captioned matter. I submit this declaration in support of
4 Defendants’ Administrative Motion to Seal Portions of the Declaration of Dennis W. Carlton
5 (“Administrative Motion”). In my role, I have personal knowledge of Microsoft’s use and protection of
6 non-public, highly sensitive, and confidential business information, including the information at issue
7 here.

8 2. I have personal knowledge of the facts set forth in this Declaration and, if called as a
9 witness, could and would competently testify to them.

10 3. I have reviewed and am familiar with the Declaration of Dennis W. Carlton (“Carlton
11 Declaration”), which contains information designated by Microsoft as “Confidential.”

12 4. As set forth in the Administrative Motion, certain limited portions of the Carlton
13 Declaration contain non-public and highly sensitive information, including, but not limited to,
14 information reflecting Microsoft’s internal decision-making processes, investment decisions, assessment
15 of the competitive landscape, strategic evaluation of forward-looking opportunities, business
16 partnerships, existing confidential agreements, and internal discussions of business strategy.

17 5. This information could be used to injure Microsoft if made publicly available, and it
18 would cause competitive harm to Microsoft if the above information was publicly disclosed. For
19 example, disclosure of this information would give Microsoft’s competitors insight into Microsoft’s
20 strategies, plans, and assessments regarding potential opportunities, and those competitors may alter their
21 strategic plans or offerings if they knew Microsoft’s strategies and plans. Disclosure of this information
22 would also harm Microsoft by allowing its competitors to circumvent the time and resources expended
23 by Microsoft in developing its internal practices and strategies. Disclosure of this information would
24 further harm Microsoft’s negotiating position with its business partners.

25 6. Microsoft takes robust measures to maintain the confidentiality of all the above-described
26 information, including limiting internal disclosure of some of this information to persons on a need-to-
27 know basis, and does not disclose it publicly. All of this information was designated as confidential
28 pursuant to Section 21 of the FTC Act, 15 U.S.C. § 57b-2, and/or as Confidential pursuant to the

1 Protective Order Governing Confidential Material entered on December 9, 2022 in *In the matter of*
2 *Microsoft Corp. & Activision Blizzard, Inc.* Docket No. 9412 (FTC). This information is also
3 Confidential under the operative protective order in this case (ECF Nos. 115-1, 170). For these reasons,
4 Microsoft respectfully requests that the Court order the portions set forth in its Administrative Motion
5 to be sealed.

6 I declare under penalty of perjury under the laws of the United States that the foregoing is true
7 and correct to the best of my knowledge.

8
9 Dated: July 3, 2023

/s/ Alysha Bohanon

Alysha Bohanon